

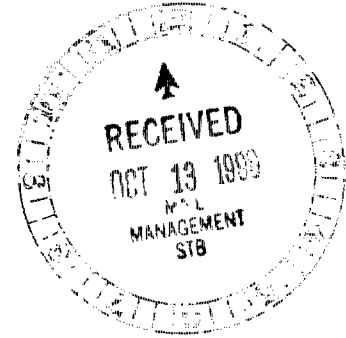
RECORDATION NO. 22129 FILED

OCT 19 '99

3-00PM

DJJ Transportation Services, Inc.  
*a subsidiary of*  
The David J. Joseph Company

October 7, 1999



Mr. Vernon Williams  
Recordations Unit  
Surface Transportation Board  
1925 K Street, N.W.  
Washington, DC 20423-0001

Dear Mr. Williams:

Enclosed is an original and one copy of the Memorandum of Railroad Equipment Lease Amendment NO. 1 dated as of September 3, 1999 between the following parties:

Lessor: DJJ Transportation Services, Inc.  
300 Pike Street  
Cincinnati, OH 45202

Lessor: United States Gypsum Company  
125 South Franklin Avenue  
Chicago, IL 60606

Please see Exhibit A as set forth in the document for the equipment involved in this transaction.

The lease to which this document is connected is recorded under Recordation No. 22129. Please file this agreement as a secondary document, the fee of \$26.00 is included on the enclosed check No. 470096. If you have any questions please call me at 513-621-8770 ext. 137.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Sharon R. Cole  
Documentation Coordinator

SRC:me  
Enclosures

300 Pike Street  
Cincinnati, Ohio 45202-4214  
(513) 621-8770  
FAX (513) 345-4422

Mail Address:  
P.O. Box 1078  
Cincinnati, Ohio 45201-1078

OCT 17 '99

1-40 PM

OCT 19 '99

3-00 PM

**MEMORANDUM OF  
RAILROAD EQUIPMENT LEASE AGREEMENT  
AMENDMENT NO. 1**

This **MEMORANDUM OF RAILROAD EQUIPMENT LEASE AMENDMENT NO. 1** ("Memorandum of Lease Amendment No. 1") entered into this 3<sup>rd</sup> day of September, 1999, is intended to evidence the Amendment No. 1 to Railroad Equipment Lease dated as of September 3, 1999 (the "Lease Amendment No. 1"), between **DJJ TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **UNITED STATES GYPSUM COMPANY**, a Delaware corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the eighty (80) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

**FURTHER**, the Memorandum of Railroad Equipment Lease (the "Memorandum") dated March 10, 1999, between Lessor and Lessee, was duly filed with the Surface Transportation Board ("STB") on April 26, 1999, with Recordation No. 22129. This Memorandum of Lease Amendment No. 1 should receive Recordation No. 22129-A.

**IN WITNESS WHEREOF**, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease Amendment No. 1 on the date indicated below its signature.

**DJJ TRANSPORTATION SERVICES, INC.****UNITED STATES GYPSUM COMPANY**By: Paul E. LoebigName: Paul E. LoebigTitle: Vice PresidentDate: September 3, 1998By: Robert J. ZewarName: Robert J. ZewarTitle: Director, Global LogisticsDate: 9/23/99

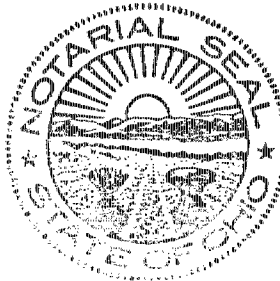
STATE OF OHIO                    )  
  ) SS:  
COUNTY OF HAMILTON         )

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of September, 1999, by Paul E. Loebig, the Vice President of DJJ Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Julie M. Woodard  
Notary Public

My Commission expires:

Sept. 24, 2002



JULIE M. WOODARD  
Notary Public, State of Ohio  
My Commission Expires Sept. 24, 2002

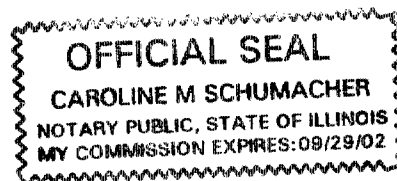
STATE OF ILLINOIS            )  
  ) SS:  
COUNTY OF COOK             )

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of Sept., 1999, by Robert J. Zonar, the Director, Global Logistics of United States Gypsum Company, a Delaware corporation, on behalf of the corporation.

Caroline M. Schumacher  
Notary Public

My Commission expires:

09/29/02



## EXHIBIT A

To the Memorandum of Lease Amendment No. 1 dated September 3, 1999, between DJJ Transportation Services, Inc. and United States Gypsum Company.

### DESCRIPTION OF UNITS

Eighty (80) railcars bearing reporting marks as follows:

DJJX 309	DJJX 570	DJJX 7000
DJJX 339	DJJX 7200	DJJX 7057
DJJX 349	DJJX 7204	DJJX 7063
DJJX 404	DJJX 7208	DJJX 7067
DJJX 422	DJJX 7219	DJJX 7095
DJJX 502	DJJX 7224	DJJX 7097
DJJX 533	DJJX 7226	

AND

DJTX 7543 – 7548, inclusive

AND

DJTX 60200 – 60223, inclusive

AND

DJTX 70700	DJTX 70715	DJTX 70726
DJTX 70701	DJTX 70716	DJTX 70727
DJTX 70702	DJTX 70718	DJTX 70728
DJTX 70707	DJTX 70719	DJTX 70729
DJTX 70709	DJTX 70720	DJTX 70730
DJTX 70710	DJTX 70721	DJTX 70732
DJTX 70711	DJTX 70722	DJTX 70733
DJTX 70712	DJTX 70723	DJTX 70734
DJTX 70713	DJTX 70724	DJTX 70735
DJTX 70714	DJTX 70725	DJTX 70736